

EXHIBIT 17

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

NORTHWESTERN CORPORATION,

Debtor.

NORTHWESTERN CORPORATION,

Plaintiff,

-vs-

**MAGTEN ASSET MANAGEMENT
CORPORATION, and TALTON R.
EMBRY,**

Defendants.

Chapter 11

Case Nos. 03-12872 (JLP)

Adv. No. 04-55051 (JLP)

**ORDER WITH RESPECT TO MOTION OF MAGTEN ASSET
MANAGEMENT CORPORATION AND TALTON R. EMBRY PURSUANT
TO RULE 7041(A) OF THE FEDERAL RULES OF BANKRUPTCY
PROCEDURE FOR THE PAYMENT OF FEES AND EXPENSES INCURRED**

For the reasons set forth in the Court's Memorandum Opinion of this date,

IT IS ORDERED that the Motion of Magten Asset Management Corporation and Talton R. Embry Pursuant to Rule 7041(a) of the Federal Rules of Bankruptcy Procedure for the Payment of Fees and Expenses Incurred [Docket No. 97] is denied in toto.

DATED this 6th day of June, 2005.

BY THE COURT


HON. JOHN L. PETERSON
United States Bankruptcy Judge